

EXHIBIT A



Entered on Docket
March 11, 2009

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE COMPANY,

USA CAPITAL REALTY ADVISORS, LLC,¹

USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED FUND, LLC,²

USA SECURITIES, LLC,³

Debtors.

Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR¹
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR²
Case No. BK-S-06-10729-LBR³

CHAPTER 11

Jointly Administered Under
Case No. BK-S-06-10725 LBR

ORDER SUSTAINING SECOND OMNIBUS OBJECTION OF USACM TRUST TO PROOFS OF CLAIM BASED UPON PALM TERRACE LITIGATION

Hearing Date: February 20, 2009
Hearing Time: 9:30 a.m.

¹ This bankruptcy case was closed on September 23, 2008.

² This bankruptcy case was closed on October 12, 2007.

³ This bankruptcy case was closed on December 21, 2007.

LEWIS
AND
ROCA
LLP
LAWYERS

1 The Court having considered the "Second Omnibus Objection of USACM Trust To
2 Proofs of Claim Based Upon Palm Terrace Litigation" [Docket No. 6753] (the
3 "Objection"); with appearances as set forth in the record at the hearing noted above;
4 appropriate notice of the Objection having been given; with one response to the Objection
5 having been filed by Wow Enterprises, Inc.; and good cause appearing:

6 **IT IS HEREBY ORDERED** that:

- 7 1. The Objection is sustained; and
8 2. The claims listed on Exhibit A to this Order are disallowed in their entirety.

9
10 PREPARED AND RESPECTFULLY SUBMITTED BY:

11 LEWIS AND ROCA LLP

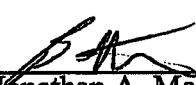
12 By /s/ John Hinderaker (018024)
13 Rob Charles
John Hinderaker
14 3993 Howard Hughes Parkway, Ste. 600
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16
17 *Attorneys for USACM Liquidating Trust*

18 APPROVED/DISAPPROVED

19
20 By: _____
21 August Landis
Assistant United States Trustee

22 APPROVED/DISAPPROVED

23
24 By: 
25 Jonathan A. McMahon
Bruce Pionkowski
Tingley Pionkowski LLP
26 Attorneys for Palm Terrace Claimants

1 In accordance with Local Rule 9021, the undersigned certifies:

- 2 The Court waived the requirements of LR 9021.
- 3 No parties appeared or filed written objections, and there is no trustee appointed
4 in this case.
- 5 I have delivered a copy of this proposed order to all counsel who appeared at the
6 hearing, any unrepresented parties who appeared at the hearing, and any trustee
7 appointed in this case, and each has approved or disapproved the order, or failed
 to respond, as indicated below (list each party and whether the party has
 approved, disapproved, or failed to respond to the document):

| | |
|--|---|
| 8 U.S. Trustee: | |
| 9 <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapproved the form of this order |
| 10 <input type="checkbox"/> waived the right to review the order and/or | <input checked="" type="checkbox"/> failed to respond to the document |
| 11 Other Party: Bruce Piontkowski | |
| 12 <input checked="" type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapproved the form of this order |
| 13 <input type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |

14 ####

15 Submitted by:

16 **LEWIS AND ROCA LLP**

18 By: /s/ JH (#018024)

19 Rob Charles
20 John Hinderaker
 Attorneys for USACM Liquidating Trust

EXHIBIT A

USA - PALM TERRACE CLAIMS

| <u>Claimant's Name and Address</u> | <u>Claim #</u> | <u>Claim Amount</u> |
|--|----------------|---------------------|
| Osborne, John R c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00922 | \$2,000,000.00 |
| Robert Helms c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00923 | \$2,000,000.00 |
| Jim Thylin c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00924 | \$2,000,000.00 |
| Carol Gray c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00925 | \$2,000,000.00 |
| James Douglas c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00926 | \$2,000,000.00 |
| David N. Kang c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00927 | \$2,000,000.00 |
| Connie Finch c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00928 | \$2,000,000.00 |
| Cathi Ciardella c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201 | 10725-00929 | \$2,000,000.00 |